

KLEINBERG, KAPLAN, WOLFF &
COHEN, P.C.
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Robert M. Tuchman
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New York, New York 10110
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Counsel to the State of Washington

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re:	:	Chapter 11
	:	
PURDUE PHARMA L.P., et al.,	:	Case No. 19-23649 (SHL)
	:	(Jointly Administered)
Debtors.	:	
	:	
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**ELEVENTH MONTHLY FEE STATEMENT OF
KLEINBERG, KAPLAN, WOLFF & COHEN, P.C. AS COUNSEL TO
THE STATE OF WASHINGTON FOR COMPENSATION FOR
SERVICES AND REIMBURSEMENT OF EXPENSES INCURRED
FOR THE PERIOD OF DECEMBER 1, 2022 THROUGH DECEMBER 31, 2022**

Name of Applicant:	Kleinberg, Kaplan, Wolff & Cohen, P.C.
Provided Professional Services to:	The State of Washington
Date of Order Approving Debtors' Payment of Fees and Expenses of Applicant:	March 10, 2022 [Docket No. 4503]
Period for which compensation and reimbursement are sought:	December 1, 2022 through December 31, 2022
Amount of Compensation sought as actual, reasonable, and necessary:	\$39,010.40
Current Fee Request	\$31,208.32 (80% of \$39,010.40)
Amount of Expense Reimbursement sought as actual, reasonable, and necessary:	\$0.00
Amount of Compensation and Expenses sought as allowed under the Interim Compensation Order	\$31,208.32
Total Fees and Expenses Inclusive of Holdback	\$39,010.40
This is a(n): <input checked="" type="checkbox"/> Monthly Application <input type="checkbox"/> Interim Application <input type="checkbox"/> Final Application	

Pursuant to the *Order Pursuant to 11 U.S.C. §§ 105 and 363(b) Authorizing and Approving Settlement Term Sheet* [Docket No. 4503] (the “Term Sheet Order”), and the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Retained Professionals*, dated November 21, 2019 [Docket No. 529] (the “Interim Compensation Order”), Kleinberg, Kaplan, Wolff & Cohen, P.C. (“Kleinberg Kaplan”), counsel to the State of Washington in the above-captioned case, and in a related adversary proceeding and appeals, hereby submits this Eleventh Monthly Fee Statement (the “Fee Statement”) for the period of December 1, 2022 through and including December 31, 2022 (the “Statement Period”).

Itemization of Services Rendered and Disbursements Incurred

Annexed hereto as **Exhibit A** is a chart of the aggregate number of hours expended and fees incurred by professionals and paraprofessionals during the Statement Period, with respect to each of the billing categories. As reflected in Exhibit A, Kleinberg Kaplan incurred \$39,010.40 in fees during the Statement Period. Pursuant to this Fee Statement, Kleinberg Kaplan seeks reimbursement for 80% of such fees, totaling \$31,208.32.

Annexed hereto as **Exhibit B** is a chart of Kleinberg Kaplan's professionals and paraprofessionals, including standard hourly rate for each attorney and paraprofessional who rendered services to the State of Washington and others listed above in connection with these Chapter 11 cases during the Statement Period and the title, hourly rate, aggregate hours worked and the amount of fees earned by each professional. A copy of the computer-generated time entries of Kleinberg Kaplan reflecting all time recorded, organized in the billing categories requested by the State of Washington is attached hereto as **Exhibit C**.

Notice

Kleinberg Kaplan will provide notice of the Fee Statement in accordance with the Interim Compensation Order.

Pursuant to the Interim Compensation Order, any party objecting to the payment of interim compensation and reimbursement of expenses as requested shall, within 14 days of service of the Fee Statement, serve via email, to Kleinberg Kaplan and to the notice parties designated in the Interim Compensation Order, a written notice setting forth the precise nature of the objection and the amount at issue.

If an objection is timely served pursuant to the Interim Compensation Order, the Debtors shall be authorized and directed to pay Kleinberg Kaplan an amount equal to 80% of the fees and 100% of the expenses that are not subject to an objection. Any objection must set forth the precise nature of the objection and the amount at issue; it shall not be sufficient to simply object to all fees and expenses.

Dated: January 31, 2023

Respectfully submitted,

KLEINBERG, KAPLAN, WOLFF & COHEN, P.C.

By: /s/ Matthew J. Gold
Matthew J. Gold
Robert M. Tuchman

500 Fifth Avenue
New York, New York 10110
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Attorneys for the State of Washington

EXHIBIT A

SERVICES RENDERED BY

KLEINBERG, KAPLAN, WOLFF & COHEN, P.C.

COMMENCING DECEMBER 1, 2022 THROUGH DECEMBER 31, 2022

Summary of Fees Task Code

Billing Category	Total Hours	Total Fees
001 Purdue Pharma	29.7	\$32,426.90
005 Fee Applications	9.1	\$6,583.50
Total		\$39,010.40
20% Fee Holdback		\$7,802.08
80% of Fees		\$31,208.32
Plus Expenses		\$0.00
Requested Amount		\$31,208.32

EXHIBIT B

SERVICES RENDERED BY

KLEINBERG, KAPLAN, WOLFF & COHEN, P.C.

COMMENCING DECEMBER 1, 2022 THROUGH DECEMBER 31, 2022

Summary of Hours and Fees by Professional

Name of Professional	Position/Year Admitted to Practice/Department	Hourly Billing Rate	Total Hours Billed	Total Compensation
Matthew J. Gold	Partner 1983 Bankruptcy	\$1,060	26.3	\$27,878.00
Robert L. Berman	Partner 1978 Securities and Corporate Finance	\$1,176	8.9	\$10,466.40
Ellie Taylor	Paralegal Litigation & Risk Management	\$185	3.6	\$666.00
Total Fees Requested				\$39,010.40

EXHIBIT C

Time Entries for Each Professional by Task Code (Invoices)

Kleinberg Kaplan Wolff & Cohen P.C.
500 Fifth Avenue
New York, NY 10110

State of Washington
SAAG Administrator
Email: SAAG@atg.wa.gov
cc: Washington State Attorney General's Office
Complex Litigation Division
800 Fifth Avenue, Suite 2000
Seattle, WA 98104

Invoice Date: January 24, 2023
Invoice Number: 117063
Matter Number: 7263-0001

Client: State of Washington
Matter: Purdue Pharma

For professional services rendered through December 31, 2022

Currency: USD

Fees 32,426.90

Total Amount Due	\$32,426.90
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Please Remit to:	Mail To: Kleinberg, Kaplan, Wolff & Cohen, P.C. 500 Fifth Avenue New York, N.Y. 10110	Wire Instructions: Citibank N.A. ABA Number: 021000089 Swift Code: CITIUS33 (International) Account # 9987286692 (Please Reference Invoice Number)
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Client: State of Washington
Matter: Purdue Pharma

Invoice Date: January 24, 2023
Invoice Number: 117063
Matter Number: 7263-0001

Time Detail

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
12/01/2022	Matthew J. Gold	Reviewing comments to Intercreditor Agreement; preparing email to J. Rupert regarding same	1.60	1,060.00	1,696.00
12/01/2022	Robert Berman	Conferring regarding email to client explaining liquidation of collateral issue	0.60	1,176.00	705.60
12/04/2022	Matthew J. Gold	Preparing email for J. Rupert regarding collateral issues	1.20	1,060.00	1,272.00
12/04/2022	Robert Berman	Reviewing email to client	0.20	1,176.00	235.20
12/05/2022	Matthew J. Gold	Exchanging emails with J. Rupert regarding collateral issues; conferring regarding same; preparing email to states regarding Intercreditor Agreement	2.40	1,060.00	2,544.00
12/05/2022	Robert Berman	Reviewing emails regarding group call and separate call with client; conferring regarding next steps and collateral issues	0.60	1,176.00	705.60
12/06/2022	Matthew J. Gold	Conferring with J. Rupert regarding collateral issues; revising email to states group	0.60	1,060.00	636.00
12/06/2022	Robert Berman	Conference call with J. Rupert regarding collateral issues and next steps; reviewing Waterfall provisions	1.30	1,176.00	1,528.80
12/06/2022	Ellie Taylor	Circulating requested docket entry	0.10	185.00	18.50
12/07/2022	Matthew J. Gold	Revising email to states group regarding Intercreditor Agreement; exchanging emails with I. Goldman regarding same; revising outline concerning same; conferring regarding same	2.70	1,060.00	2,862.00
12/07/2022	Robert Berman	conferring regarding call with states on revised draft collateral trust agreement	0.20	1,176.00	235.20
12/08/2022	Matthew J. Gold	Finalizing email to states group regarding intercreditor agreement	0.70	1,060.00	742.00

Client: State of Washington
Matter: Purdue Pharma

Invoice Date: January 24, 2023
Invoice Number: 117063
Matter Number: 7263-0001

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
12/08/2022	Robert Berman	Reviewing email to the States regarding comments on Intercreditor Agreement and conferring regarding email and next steps; conferring regarding same	0.90	1,176.00	1,058.40
12/12/2022	Matthew J. Gold	Reviewing notice of cancelation of omnibus hearing; preparing for call with states; participating in conference call with states regarding Intercreditor Agreement; conferring regarding same; preparing draft cover email regarding same	3.80	1,060.00	4,028.00
12/12/2022	Robert Berman	Preparation for call with states regarding intercreditor agreement; conference call with states	2.40	1,176.00	2,822.40
12/16/2022	Matthew J. Gold	Preparing outline regarding Intercreditor Agreement and presentation to Purdue	2.40	1,060.00	2,544.00
12/19/2022	Matthew J. Gold	Revising outline regarding Intercreditor Agreement and presentation to Purdue	1.20	1,060.00	1,272.00
12/20/2022	Matthew J. Gold	Revising outline regarding Intercreditor Agreement and presentation to Purdue	1.70	1,060.00	1,802.00
12/21/2022	Matthew J. Gold	Revising outline regarding Intercreditor Agreement and presentation to Purdue	2.40	1,060.00	2,544.00
12/21/2022	Robert Berman	Reviewing and commenting on draft email to Davis Polk regarding comments on Intercreditor Agreement	0.50	1,176.00	588.00
12/23/2022	Robert Berman	Conferring regarding unitranche concepts; reviewing LSTA form	0.90	1,176.00	1,058.40
12/27/2022	Robert Berman	Researching unitranche concepts for possible application to Intercreditor agreement	1.30	1,176.00	1,528.80
Total			29.70		\$32,426.90

Timekeeper Summary

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Ellie Taylor	0.10	185.00	18.50

Client: State of Washington
Matter: Purdue Pharma

Invoice Date: January 24, 2023
Invoice Number: 117063
Matter Number: 7263-0001

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Matthew J. Gold	20.70	1,060.00	21,942.00
Robert Berman	8.90	1,176.00	10,466.40
Total	29.70		\$32,426.90

Kleinberg Kaplan Wolff & Cohen P.C.
500 Fifth Avenue
New York, NY 10110

State of Washington
SAAG Administrator
Email: SAAG@atg.wa.gov
cc: Washington State Attorney General's Office
Complex Litigation Division
800 Fifth Avenue, Suite 2000
Seattle, WA 98104

Invoice Date: January 24, 2023
Invoice Number: 117064
Matter Number: 7263-0005

Client: State of Washington
Matter: Fee applications

For professional services rendered through December 31, 2022

Currency: USD

Fees 6,583.50

Total Amount Due	\$6,583.50
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Please Remit to:	Mail To: Kleinberg, Kaplan, Wolff & Cohen, P.C. 500 Fifth Avenue New York, N.Y. 10110	Wire Instructions: Citibank N.A. ABA Number: 021000089 Swift Code: CITIUS33 (International) Account # 9987286692 (Please Reference Invoice Number)
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Client: State of Washington
Matter: Fee applications

Invoice Date: January 24, 2023
Invoice Number: 117064
Matter Number: 7263-0005

Time Detail

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
12/01/2022	Matthew J. Gold	Conducting review of draft monthly statement	0.80	1,060.00	848.00
12/01/2022	Ellie Taylor	Drafting Ninth Monthly Fee Statement of KKWC	0.80	185.00	148.00
12/02/2022	Matthew J. Gold	Conducting further review of monthly statement; exchanging emails regarding information to be provided to fee examiner	0.40	1,060.00	424.00
12/02/2022	Ellie Taylor	Editing, filing and serving Ninth Monthly Fee Statement; Drafting and filing declaration of service regarding the same	1.00	185.00	185.00
12/06/2022	Ellie Taylor	Coordinating regarding spreadsheet for fee examiner	0.20	185.00	37.00
12/08/2022	Ellie Taylor	Checking spreadsheet and sending to fee examiner	0.30	185.00	55.50
12/19/2022	Matthew J. Gold	Exchanging emails with C. MacDonald regarding monthly fee statement; reviewing time records for fee statement	0.90	1,060.00	954.00
12/19/2022	Ellie Taylor	Confirming objection timeline for Ninth Monthly Fee Statement and drafting communication regarding the same	0.20	185.00	37.00
12/20/2022	Matthew J. Gold	Conferring regarding monthly fee statement; reviewing time records for same	0.70	1,060.00	742.00
12/21/2022	Matthew J. Gold	Reviewing time entries for reimbursement	1.20	1,060.00	1,272.00
12/22/2022	Matthew J. Gold	Conferring regarding adjustments to reimbursement requests and time entries; reviewing same	1.60	1,060.00	1,696.00
12/28/2022	Ellie Taylor	Drafting Tenth Monthly Fee Statement, updating internal tracker, and submitting for review	1.00	185.00	185.00
Total			9.10		\$6,583.50

Timekeeper Summary

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Ellie Taylor	3.50	185.00	647.50
Matthew J. Gold	5.60	1,060.00	5,936.00
Total	9.10		\$6,583.50